

EXHIBIT A

Daryl Hagler
4770 White Plains Road
Bronx, New York 10470

June 16, 2022

Re: 85 FLATBUSH RHO MEZZ LLC et al, Case No. 20-23280 (RDD) (Jointly Administered)(“Debtors”).

To whom it may concern:

This letter shall serve as evidence of an agreement between the Debtors and me, or my designee (collectively “Hagler”) to be admitted as an additional equity member under the Operating Agreement of 85 Flatbush RHO Mezz LLC dated September 19, 2019. In exchange, I have agreed to invest no less than ninety-six million seven hundred seventy five thousand dollars (\$96,775,000) under the Debtors’ proposed Plan of Reorganization (“Plan”) under which the Debtors shall use the funds that Hagler will invest to make all required plan payments, including funding the following claims, as allowed under the Debtors’ Plan: (i) the TH Holdco secured claim, (ii) fee claims, (iii) administrative claims, (iv) priority claims, and (v) unsecured claims to confirm the Plan and allow the Debtors to exit Chapter 11 as a reorganized entity.

Attached herewith is an Accounting Statement for the period from May 1st, 2022 till May 31st, 2022 from Wilmington Trust, indicating that the company that I own (Centers Plan for Healthy Living LLC – Operating Fund) has liquidity above the amounts needed to fund the equity investment under the Plan, which I will make at the Effective Date of the Debtors’ Plan..

I represent those funds are available and will remain available to fund the Debtors’ Plan as set forth herein..

Respectfully submitted,


Daryl Hagler